

**ENTERED**

October 03, 2023

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	
	)	Chapter 11
	)	
TEHUM CARE SERVICES, INC., <sup>1</sup>	)	Case No. 23-90086 (CML)
	)	
Debtor.	)	
	)	

**FOURTH INTERIM DIP ORDER (I) AUTHORIZING  
DEBTOR TO (A) OBTAIN POSTPETITION FINANCING AND  
(B) USE CASH COLLATERAL, (II) GRANTING LIENS AND PROVIDING  
CLAIMS WITH SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS,  
(III) MODIFYING THE AUTOMATIC STAY AND (IV) GRANTING RELATED RELIEF**

[Relates to Dkt. Nos. 185, 243, 476, 579]

On March 22, 2023, the Court held a hearing and entered the *Interim DIP Order (I) Authorizing Debtor to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims for Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [Dkt. No. 243] (the “First Interim DIP Order”).<sup>2</sup> On April 28, 2023, the Court held a hearing and entered the *Second Interim DIP Order (I) Authorizing Debtor to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims for Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [Dkt. No. 476] (the “Second Interim DIP Order”). On May 17, 2023, the Court held a hearing and entered the *Third Interim DIP Order (I) Authorizing Debtor to (A) Obtain Postpetition Financing and (B) Use Cash Collateral,*

<sup>1</sup> The last four digits of the Debtor’s federal tax identification number is 8853. The Debtor’s service address is: 205 Powell Place, Suite 104, Brentwood, Tennessee 37027.

<sup>2</sup> Capitalized terms used but not defined herein are given the meanings ascribed to such terms in the First Interim DIP Order.

*(II) Granting Liens and Providing Claims for Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief*[Dkt. No. 579] (the “Third Interim DIP Order”). The Court hereby amends and supplements the First Interim DIP Order (as amended by the Second Interim DIP Order and Third Interim DIP Order) as follows:

1. The Milestone set forth in subparagraph (b) of Paragraph 15 of the First Interim DIP Order is revised to “no later than December 31, 2023, entry of the Final DIP Order.” All other Milestones set forth in the DIP Documents shall remain subject to approval at the Final Hearing, and all parties’ rights to object to any and all Milestones are preserved.

2. Paragraph 18(a)(1)(A) of the First Interim DIP Order is modified as follows:

“(1) (A) the Debtor or the Creditors’ Committee has filed an adversary proceeding or motion on or before the later of the date that is twenty-one (21) days after the first to occur of the following: (i) the withdrawal of any plan of liquidation filed jointly by the Debtor and the Committee (the “Joint Plan”), (ii) the Debtor’s material modification of the Joint Plan without the express written consent of the Committee, (iii) entry of an order denying confirmation of the Joint Plan or denying approval of the related disclosure statement; (iv) the appointment of a chapter 11 trustee; or (v) the conversion of the Debtor’s chapter 11 case to a case under chapter 7; *provided, however*, that the Committee’s filing of a motion for derivative standing prior to the expiration of the Challenge Period (as defined below) shall toll the Challenge Period for the Creditors’ Committee, pending resolution of such motion;”

3. The Approved Budget is attached hereto as **Exhibit 1**. The Interim DIP Loan is hereby increased by \$5,657,900 (the “Third Interim Draw”) from \$2,750,000 to \$8,407,900, and

the DIP Lenders agree to advance the Third Interim Draw, subject to compliance with the terms, conditions, and covenants described in the Approved Budget and the DIP Documents (as modified herein), on or before two (2) business days after the entry of this Order.

4. The defined terms “Interim DIP Loan” and “Initial Advance” (as defined in the DIP Credit Agreement) are hereby amended to include the \$2,000,000 advanced under the First Interim DIP Order, the \$750,000 Second Interim Draw advanced under the Second Interim DIP Order, and the \$5,657,900 Third Interim Draw advanced hereunder.

5. Immediately following Section 7.1(y) of the DIP Credit Agreement there is inserted new subsections (z) - (bb) as follows:

“(z) the withdrawal of the Joint Plan (as defined in the Interim Order).

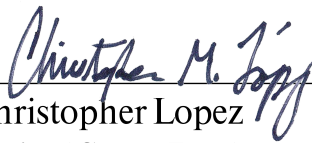
(aa) the Borrower’s filing or material modification of the Joint Plan (as defined in the Interim Order) in a manner materially inconsistent with the terms of the Mediation Settlement Term Sheet, dated August 23, 2023.

(bb) entry of an order denying confirmation of the Joint Plan or denying approval of the related disclosure statement.”

6. The Debtor and Committee shall provide for satisfaction of the DIP Obligations consistent with the terms of the Mediation Settlement Term Sheet, dated August 23, 2023, which shall be incorporated in the Joint Plan. All parties’ rights are expressly reserved.

7. All other terms and provisions of the First Interim DIP Order, Second Interim DIP Order and Third Interim Order shall remain the same and in full force and effect.

Signed: October 03, 2023

  
\_\_\_\_\_  
Christopher Lopez  
United States Bankruptcy Judge

**Exhibit 1**

**Approved Budget**

Tehum Care Services, Inc.  
DIP Budget  
Confidential - Subject to Material Revision

	wk 1	wk 2	wk 3	wk 4	wk 5	wk 6	wk 7	wk 8	wk 9	wk 10	wk 11	wk 12	wk 13	wk 14	wk 15	wk 16	wk 17	17-wk
	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post	Post
	9/8/23	9/15/23	9/22/23	9/29/23	10/6/23	10/13/23	10/20/23	10/27/23	11/3/23	11/10/23	11/17/23	11/24/23	12/1/23	12/8/23	12/15/23	12/22/23	12/29/23	Total
(\$ in thousands)																		
1 Misc. Receipts	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2 Total Receipts	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
3 Sigma Risk Management	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4 ERC - Professionals	-	-	-	(36.0)	-	-	-	-	-	-	-	-	-	-	-	-	-	(36.0)
5 Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6 Ordinary Course Claim Support	-	-	-	-	-	-	(50.0)	-	-	-	-	(50.0)	-	-	-	-	(50.0)	(150.0)
7 Other Trade Payables	-	-	-	-	-	-	-	-	-	-	-	(50.0)	-	-	-	-	-	(50.0)
8 Subtotal - Op. Disbursements	\$ -	\$ -	\$ -	\$ (36.0)	\$ -	\$ -	\$ (50.0)	\$ -	\$ -	\$ -	\$ -	\$ (100.0)	\$ -	\$ -	\$ -	\$ -	\$ (50.0)	\$ (236.0)
9 Net Operating Cash Flow	\$ -	\$ -	\$ -	\$ (36.0)	\$ -	\$ -	\$ (50.0)	\$ -	\$ -	\$ -	\$ -	\$ (100.0)	\$ -	\$ -	\$ -	\$ -	\$ (50.0)	\$ (236.0)
10 Gray Reed*	(75.0)	(75.0)	(75.0)	(75.0)	(30.0)	(30.0)	(30.0)	(30.0)	(30.0)	(56.3)	(56.3)	(56.3)	(56.3)	(56.3)	(56.3)	(56.3)	(56.3)	(900.0)
11 Ankura - CRO / Financial Advisory*	(55.0)	(55.0)	(55.0)	(55.0)	(20.0)	(20.0)	(20.0)	(20.0)	(20.0)	(25.0)	(25.0)	(25.0)	(25.0)	(25.0)	(25.0)	(25.0)	(25.0)	(520.0)
12 Ankura - Investigations*	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
13 BakerHostetler*	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
14 Claims Agent*	(15.3)	(15.3)	(15.3)	(15.3)	(31.3)	(31.3)	(31.3)	(31.3)	(17.2)	(17.2)	(17.2)	(17.2)	(17.2)	(10.3)	(10.3)	(10.3)	(10.3)	(313.0)
15 Stinson - UCC Counsel*	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(35.3)	(600.0)
16 Dundon - UCC Financial Advisor*	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(15.3)	(260.0)
17 UST Fees	(16.4)	-	-	-	-	-	(30.0)	-	-	-	-	-	-	-	-	-	(30.0)	(76.4)
18 Other Restructuring Costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
19 Subtotal - Restructuring	\$ (212.2)	\$ (195.8)	\$ (195.8)	\$ (195.8)	\$ (131.8)	\$ (131.8)	\$ (161.8)	\$ (131.8)	\$ (117.8)	\$ (149.0)	\$ (149.0)	\$ (149.0)	\$ (149.0)	\$ (142.1)	\$ (142.1)	\$ (142.1)	\$ (172.1)	\$ (2,669.4)
20 Net Cash Flow	\$ (212.2)	\$ (195.8)	\$ (195.8)	\$ (231.8)	\$ (131.8)	\$ (131.8)	\$ (211.8)	\$ (131.8)	\$ (117.8)	\$ (149.0)	\$ (149.0)	\$ (249.0)	\$ (149.0)	\$ (142.1)	\$ (142.1)	\$ (142.1)	\$ (222.1)	\$ (2,905.4)
21 Beginning Book Cash Balance, Net of Incurred	(5,605.6)	(5,817.8)	(6,013.6)	(6,209.4)	(4,106.8)	(4,238.6)	(3,816.6)	(4,028.4)	(3,606.3)	(3,724.1)	(3,319.3)	(3,468.3)	(3,163.4)	(3,312.5)	(2,900.6)	(3,042.7)	(2,630.9)	(5,605.6)
22 Net Cash Flow	(212.2)	(195.8)	(195.8)	(231.8)	(131.8)	(131.8)	(211.8)	(131.8)	(117.8)	(149.0)	(149.0)	(249.0)	(149.0)	(142.1)	(142.1)	(142.1)	(222.1)	(2,905.4)
23 DIP Draw	-	-	-	2,334.5	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	5,657.9
24 Ending Book Cash Balance, Net of Incurred	\$ (5,817.8)	\$ (6,013.6)	\$ (6,209.4)	\$ (4,106.8)	\$ (4,238.6)	\$ (3,816.6)	\$ (4,028.4)	\$ (3,606.3)	\$ (3,724.1)	\$ (3,319.3)	\$ (3,468.3)	\$ (3,163.4)	\$ (3,312.5)	\$ (2,900.6)	\$ (3,042.7)	\$ (2,630.9)	\$ (2,853.0)	\$ (2,853.0)
25 Beginning Funded Reserve Acc. Balance	211.6	211.6	211.6	211.6	2,510.1	211.6	765.5	211.6	765.5	211.6	765.5	211.6	765.5	211.6	765.5	211.6	765.5	211.6
26 Professional Fee Segregation	-	-	-	2,298.5	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	5,621.9
27 Professional Fee Disbursement	-	-	-	-	(2,298.5)	-	(553.9)	-	(553.9)	-	(553.9)	-	(553.9)	-	(553.9)	-	(765.5)	(5,833.5)
28 Ending Funded Reserve Acc. Balance	\$ 211.6	\$ 211.6	\$ 211.6	\$ 2,510.1	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ -	\$ -
29 Total Bank Cash Balance, Operating	\$ 2.5	\$ 2.5	\$ 2.5	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
30 Total Bank Cash Balance	\$ 214.1	\$ 214.1	\$ 214.1	\$ 2,510.1	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ 211.6	\$ 765.5	\$ -	\$ -
31 DIP Balance Beginning	2,750.0	2,750.0	2,750.0	2,750.0	5,084.5	5,084.5	5,638.4	5,638.4	6,192.3	6,192.3	6,746.2	6,746.2	7,300.1	7,300.1	7,854.0	7,854.0	8,407.9	2,750.0
32 DIP Draw	-	-	-	2,334.5	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	5,657.9
33 DIP Balance Ending (Excl. PIK / Fees)	\$ 2,750.0	\$ 2,750.0	\$ 2,750.0	\$ 5,084.5	\$ 5,084.5	\$ 5,638.4	\$ 5,638.4	\$ 6,192.3	\$ 6,192.3	\$ 6,746.2	\$ 6,746.2	\$ 7,300.1	\$ 7,300.1	\$ 7,854.0	\$ 7,854.0	\$ 8,407.9	\$ 8,407.9	\$ 8,407.9
34 Total DIP Balance Beginning	2,953.0	2,953.0	2,953.0	2,953.0	5,334.1	5,367.0	5,932.0	5,932.0	6,497.0	6,556.9	7,121.9	7,121.9	7,686.9	7,757.5	8,322.5	8,322.5	8,887.5	2,953.0
35 DIP Draw	-	-	-	2,334.5	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	553.9	-	5,657.9
36 PIK Interest	-	-	-	-	32.9	-	-	-	59.9	-	-	-	70.6	-	-	-	77.3	240.7
37 DIP Fees	-	-	-	46.7	-	11.1	-	11.1	-	11.1	-	11.1	-	11.1	-	11.1	-	113.2
38 Total DIP Balance Ending	\$ 2,953.0	\$ 2,953.0	\$ 2,953.0	\$ 5,334.1	\$ 5,367.0	\$ 5,932.0	\$ 5,932.0	\$ 6,497.0	\$ 6,556.9	\$ 7,121.9	\$ 7,121.9	\$ 7,686.9	\$ 7,757.5	\$ 8,322.5	\$ 8,322.5	\$ 8,887.5	\$ 8,964.8	\$ 8,964.8

Note: \* denotes estimated fees segregated per Interim DIP Order